

Whistleblowing Policy

Introduction

CP Holdings Group operates across multiple jurisdictions and this policy is intended to provide a framework and best practice across the CP Group. We are aware that regulations are being adopted and amended in a number of territories and to the extent that this contradicts local legal requirements, the local regulations will apply.

The UK Public Interest Disclosure Act 1998 permits workers to disclose certain kinds of wrongdoing to their employer or, in certain circumstances, to prescribed authorities, without being subjected to any detriment for doing so.

This policy sets out our policy on disclosing malpractice (sometimes known as "whistleblowing").

This Policy has been established to ensure that all cases of suspected wrongdoing are reported and managed in a timely and appropriate manner.

Suggested reporting lines are contained within this Policy, however should you feel uncomfortable with or unsure of how the reporting lines apply to your situation please contact whistleblowing@cpholdingsltd.com who will ensure that all matters are dealt with in a timely manner, with sensitivity and by the appropriate person.

In all cases involving suspected fraud you should contact whistleblowing@cpholdingsltd.com immediately.

Policy statement

Whoever we may deal with, and wherever we may operate, we are committed to doing so lawfully, ethically and with integrity and respect. It is the responsibility of each and every one of us to ensure that we fulfil this commitment in our day to day working lives.

However, from time to time there may be situations where the right course of action is unclear, or there may be situations where you suspect or know that something is improper, unethical or inappropriate. We have both a legal and moral duty to take appropriate measures to identify such situations and attempt to remedy them.

It is sometimes difficult to know whether to speak up about something that concerns us. Often people are reluctant to get involved but this could result in serious consequences for the CP Group, the Company and its employees. That is why we have put in place this Whistleblowing Policy so that you can talk to someone confidentially so that we can help.

Policy aims

The aim of this policy is to:

- ensure all employees feel supported in speaking up in confidence to report matters they suspect may involve anything improper, unethical or inappropriate;
 - encourage all improper, unethical or inappropriate behaviour to be identified and challenged at all levels of the organisation;
 - provide clear procedures for the reporting of such matters;
 - manage all disclosures in a timely, consistent and professional manner;
 - provide assurance that all disclosures will be taken seriously, treated as confidential and managed without fear of retaliation;
 - promote a positive speak up culture throughout the organisation;
 - ensure that whistleblowing arrangements are accessible to employees, customers, suppliers, contractors and other relevant third parties;
 - provide annual whistleblowing training and policy awareness to employees; and
 - ensure that whistleblowing activity is appropriately monitored and reported through local and Group governance structures.
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Approval and adoption

This policy is a statement that improper, unethical or inappropriate behaviour within the organisation is unacceptable and this statement is endorsed and supported at the highest level.

This policy does not form part of your contract of employment.

Training and policy awareness

We are committed to ensuring that employees understand the purpose of this policy, how concerns can be raised and the protections available to those who speak up in good faith.

All employees who are provided with a company email account, company electronic device or access to the Company's systems should complete whistleblowing training and review this policy on an annual basis. Completion of training and confirmation that this policy has been read and understood should be appropriately recorded and retained by the relevant operating company.

Training should include:

- the purpose of the whistleblowing programme;
- the types of concerns that should be reported;
- available reporting channels;
- confidentiality and non-retaliation protections; and
- the responsibilities of employees in maintaining an ethical speak up culture.

Training records and policy attestations may be maintained using the Group training platform or another appropriate local system and should be made available to CP Group upon request.

When should I speak up?

This policy is designed to deal with concerns raised in relation to specific issues which are in the public interest and detailed below.

Whistle blowing means a disclosure of information made by an employee or contractor, an external person or body where they reasonably believe that one or more of the following matters is happening now, took place in the past or is likely to happen in the future. This is a non – exhaustive list of examples:

- a criminal offence;
 - fraud;
 - a failure to comply with a legal obligation (e.g. breach of a contractual or other common law obligation, statutory duty or requirement or administrative requirement, including suspected fraud or malpractice);
 - a miscarriage of justice;
 - a danger to the health and safety of any individual;
 - racial, sexual, disability or other forms of discrimination;
 - damage to the environment;
 - coerced or pressured into performing something that is not in line with our company policies or procedures;
 - other unethical conduct; and
 - a deliberate concealment of information that would indicate any of the above.
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Reporting in good faith

If you make an allegation in good faith, but it is not confirmed by investigation, no action will be taken against you. If, however, you make allegations that are malicious or simply to cause anger, irritation or distress, disciplinary action may be taken against you.

Who should I contact?

We recognise that, due to the potential sensitivity of the situation, you may not always feel comfortable about discussing your concerns internally. As soon as you become aware of any suspected wrongdoing, you should notify the matter to one of the people below:

- your line manager;
- your local HR contact;
- your divisional director;
- dedicated local whistleblowing line (when prescribed by local legislation); or
- whistleblowing@cpholdingsltd.com

Concerns raised under this policy will relate to our employees but may also relate to the actions of a third party, such as a supplier, agent, distributor or joint venture partner.

It is important that you do not publish your concerns outside of our organisation without, at the very least, having allowed us the opportunity to address them internally – by communicating your concerns via the whistleblowing email account or dedicated whistleblowing line.

We understand that disclosures made under this policy may involve highly confidential and sensitive matters and that you may prefer to make an anonymous disclosure. When this is the case we will endeavour to investigate your concerns fully, although a full investigation may be impeded if we cannot obtain further information from you.

In order to make an anonymous disclosure send a letter to Compliance Officer, CP House, Otterspool Way, Watford, Hertfordshire, UK, WD25 8JJ.

All reporting channels should be clearly communicated and readily accessible to relevant users.

Accessibility

We are committed to ensuring that this policy and the whistleblowing reporting process are readily accessible to:

- employees;
- customers; and
- relevant third parties, including suppliers and contractors.

Where appropriate, this policy should be made available through suitable internal and external communication channels including company intranets, websites and other locally appropriate platforms.

Operating companies should assess applicable local requirements and document how whistleblowing arrangements are communicated and made available within their jurisdiction.

Promotion and awareness

We are committed to promoting a positive culture in which employees and stakeholders feel comfortable raising concerns.

We will take appropriate steps throughout the year to raise awareness of whistleblowing arrangements and reporting channels. Such activities may include:

- displaying whistleblowing posters in prominent locations accessible to employees, visitors and customers where appropriate;
- including whistleblowing information in internal communications or awareness campaigns;

- including whistleblowing information within induction and training materials; and
 - promoting the Group whistleblowing email address, whistleblowing@cpholdingsltd.com.
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What happens following speaking up?

The person you contact will acknowledge receipt of your concern within 7 days and reply to you to discuss the next steps with you unless you have elected to report your concern anonymously.

The person managing the meeting may report the incident to other internal departments. Please be assured that these matters will always be kept confidential and where at all possible, the details of the person or persons reporting the incident will be removed.

Investigation

We will decide how to respond in a responsible and appropriate manner under this policy. An investigation will be conducted as speedily and sensitively as possible in accordance with all relevant laws and regulations. If appropriate, you will be regularly informed on the progress of these investigations and any action to be taken. The purpose of this investigation is:

- to establish if a wrongdoing has occurred, and if so to what extent; and
- to minimise the risk of further wrongdoing, to prevent any further loss of assets, damage to reputation and to protect all sources of evidence.

We will endeavour to handle investigations as fully, promptly, and fairly as possible. As far as reasonably practicable, the confidentiality of the person reporting the suspected wrongdoing will be maintained.

It is not possible to set a specific timeframe for completion of investigations in advance, as the diverse nature of potential disclosures makes this unworkable. Most investigations will be managed internally but we may appoint an external investigator or investigating team if we think it appropriate. The process for the management of investigations is outlined in Appendix A. We will endeavour to provide feedback on the investigation within three months of the concern being raised or within the local countries legal reporting timeframe.

The procedure adopted and the outcomes of the investigation will be documented and formally presented to the CP Board.

Any person found to be involved in any wrongdoing will be subject to investigation using the local disciplinary procedure (in the case of employees) or may have their contract terminated (in the case of freelancers, casual or temporary agency staff and contractors). Where it is believed that criminal activity has taken place, the matter may be reported to the police and appropriate legal action taken.

If you are not satisfied with the investigation or its conclusion, you should write directly to the CEO of CP Holdings Ltd, CP House, Otterspool Way, Watford, Hertfordshire, WD25 8JJ England.

Monitoring and reporting

We will maintain appropriate records relating to concerns raised under this policy and the outcome of any investigation.

At each local Board meeting, or such other governance forum as may be appropriate, operating companies should report:

- the number of whistleblowing concerns raised; and
- the number of whistleblowing concerns resolved.

Whistleblowing activity may also be included within the CP Group Annual Compliance Report.

Divisional Directors should be made aware of whistleblowing reports, subject always to protecting the confidentiality of whistleblowers and complying with applicable data protection requirements.

Protection

We undertake that no one who reports any concern under this policy in good faith will be subjected to any detriment for coming forward, regardless of whether or not the concern is ultimately substantiated. In the event that an employee believes that they are being victimised or subjected to a detriment by any person within the company as a result of reporting a concern or assisting the company in any investigation under this policy they must inform the local HR department or in the absence of a local HR department the Finance Director or the CEO immediately and appropriate action will be taken to protect them from any reprisal. Where it is not appropriate to inform the local Finance Director or the CEO, the Divisional Director should be informed.

Malicious reports

We encourage all disclosures made in good faith. However, deliberate false or malicious allegations are unacceptable, and anyone found to have made such allegations will face disciplinary action and possible dismissal. Similarly, where an individual makes an unjustified external disclosure (other than to a prescribed regulator) without first exhausting the internal procedure set out in this policy, disciplinary action may result.

Reporting allegations of fraud

Fraud is when a person dishonestly makes a false representation to make a gain for themselves or another or causes another party to a risk of loss. This includes fraud by misrepresentation, fraud by failing to disclose information or fraud by abuse of position. For the purpose of this policy fraud also includes theft or misappropriation of money and property.

If the disclosure relates to fraud, then in addition to the process detailed above the following additional people may need to be notified:

- Local Finance Director
- Local CEO
- whistleblowing@cpholdingsltd.com
- Local police
- CP Group Internal Audit Committee
- Company / Group Insurance Broker

It is the duty of the Local FD and CEO to inform the CP Group CEO, CFO and Group compliance officer.

As detailed in the Investigation section a report will be presented to the CP Board to outline the investigation and the outcomes of the investigation. If the subject of the investigation relates to fraud then this additional information will be included in the report:

- how the fraud was perpetrated;
- quantification of losses (or best estimate);
- strategy for recovery of losses;
- a summary of the resources taken to complete the work;
- actions taken to prevent and detect similar incidents; and
- recommendations on system design to reduce the risk of reoccurrence.

The Group CEO / Group CFO will then decide the appropriate course of action and whether further investigation is necessary. The purpose of pursuing further investigative work will be done to prevent further loss.

The Group CEO / Group CFO will need to submit a follow-up report to ensure that recommendations have been actioned.

Data protection and privacy

All information shall be treated confidentially as far as reasonably practicable. There may be circumstances where, because of the nature of the investigation or disclosure, it will be necessary to disclose your identity. In such circumstances every effort will be made to inform you before such disclosure is made.

If it is necessary for you to be involved in an investigation (for example by providing evidence), the fact that you made the original disclosure will, so far as reasonably practicable, be kept confidential and all reasonable steps will be taken to protect you from any victimisation or detriment as a result of having made a disclosure.

All documentation relating to a whistleblowing case will be retained as per the local entities GDPR retention policy.

Further information

If you have any questions about the content or application of this policy, you should contact whistleblowing@cpholdingsltd.com.

Operating companies are responsible for implementing the minimum whistleblowing standards established by the Group, including training, accessibility, awareness, reporting channel promotion and governance reporting requirements.

This document will be updated and reviewed periodically by the CP Board to ensure that it remains up to date, compliant and relevant to the needs of the organisation and its clients.

Version History

Version	Date	Summary of Changes
1.0	5 September 2018	Initial Group Policy
2.0	31 July 2025	Reviewed and approved
3.0	11 August 2026	Policy updated to add training, accessibility, awareness, governance reporting and minimum standards requirements

Appendix A – Management of Investigations

